

Date of Hearing: March 17, 2010
Time of Hearing: 10:00 a.m.
Place of Hearing: White Plains, NY

**UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

In re:

TESTWELL, INC.

Debtor.

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**AMENDED NOTICE OF MOTION
OF TD BANK, N.A. TO LIFT THE
AUTOMATIC STAY OR IN THE
ALTERNATIVE TO CONVERT
DEBTOR'S CASE TO A CASE
UNDER CHAPTER 7**

PLEASE TAKE NOTICE that, the Motion of TD Bank, N.A., Pursuant To Sections 105 and 362(d)(1) Of The Bankruptcy Code, To Lift The Automatic Stay, Or, In The Alternative, To Convert Debtor's Case To A Case Under Chapter 7, originally filed on May 14, 2009 (D.E. 15), which motion was originally scheduled for hearing on May 15, 2009, and was thereafter adjourned to May 26, 2009, and was thereafter adjourned to June 3, 2009, and was thereafter adjourned to June 22, 2009, and was thereafter adjourned to July 13, 2009, and was thereafter adjourned to July 21, 2009, and was thereafter adjourned to August 5, 2009, and was thereafter adjourned to September 8, 2009, and was thereafter adjourned to October 6, 2009, and was thereafter adjourned to January 7, 2010 and was thereafter adjourned to March 9, 2010 shall now be heard in the Hon. Charles L. Brieant Jr. Federal Building and Courthouse, 300 Quarropas

Street, White Plains, New York 10601-4140 on the 17th day of March, 2010 at 10:00 a.m. of that day or as soon thereafter as counsel can be heard, at which time TD Bank, N.A. shall, upon the papers previously filed, seek an Order, pursuant to 11 U.S.C. §§ 105 and 362(d)(1), lifting the automatic stay and permitting it to recover its collateral, or in the alternative, pursuant to 11 U.S.C. §§ 1112(b)(2) and (4), converting the Debtor's case to a case under Chapter 7 of the Bankruptcy Code, together with such other, further and/or different relief as the Court may deem just and proper.

DATED: New York, New York
March 10, 2010

Respectfully submitted,

OTTERBOURG, STEINDLER, HOUSTON
& ROSEN, P.C.

By: /s/ Stanley L. Lane, Jr.

Stanley L. Lane, Jr. (SL 8400)

A Member of the Firm

Attorneys for TD Bank, N.A. (the successor by merger to Commerce Bank, N.A.)
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TO:

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Attorney for Debtor
Tarter Krinsky & Drogin LLP
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New York, NY 10018

Office of the U.S. Trustee
33 Whitehall Street, 21st Floor
New York, NY 10004-2112

Twenty Largest Unsecured Creditors
(see attached list)

Twenty Largest Unsecured Creditors

Case 09-22796-RDD - Testwell, Inc.

American Express
Attention: President
P.O. Box 2855
New York, NY 10116

CTL Group
Attention: President
P.O. Box 75674
Chicago, IL 60675

Davidoff Malito & Hutcher LLP
Attention: President
605 Third Avenue
New York, NY 10158

Garfield, Seltzer & Curcio
Attention: President
551 Fifth Avenue
New York, NY 10175

Health Net of NY Inc.
Attention: President
P.O. Box 19017
Hartford, CT 06150

Jackson Lewis LLP
Attention: President
P.O. Box 34973
Newark, NJ 07189

Laboratory Testing Services
Attention: President
45-09 Greenpoint Avenue
Sunnyside, NY 11104

Linklaters LLP
Attention: President
19th Floor
1345 Avenue of the Americas
New York, NY 10105

Local 282 Welfare Trust Fund
Attention: President
2500 Marcus Avenue
New Hyde Park, NY 11042

Martin B. Adelman, PC
Attention: President
225 Broadway
New York, NY 10007

McGraw Hill Construction
Attention: President
P.O. Box 5729
Harlan, IA 51593

Michael Mazzeo Electric Corp.
Attention: President
41-24 24th Street
Long Island City, NY 11101

N&N Drilling Supply
Attention: President
P.O. Box 95
Peckville, PA 18452

NY Dist Council of Carpenters
Attention: President
395 Hudson Street
New York, NY 10014

Salvatore J. Barone
67 Lake Avenue
Tuckahoe, NY 10707

Tectonic Engineering
Attention: President
P.O. Box 37
Mountainville, NY 10953

Town of Ossining
16 Croton Avenue
Ossining, NY 10562

Urban Engineers
Attention: President
530 Walnut Street, 14th Floor
Philadelphia, PA 19106

Village of Ossining
P.O. Box 1108
Ossining, NY 10562

Willis of N.Y. Inc.
Attention: President
P.O. Box 4557
New York, NY 10261